

NANOIRICIDES, INC.

Form 4

August 25, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BONIUK MILTON

(Last) (First) (Middle)

**C/O NANOIRICIDES, INC., 1
CONTROLS DRIVE**

(Street)

SHELTON, CT 06484

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
NANOIRICIDES, INC. [NNVC]3. Date of Earliest Transaction
(Month/Day/Year)
08/13/2015

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting Person**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, par value \$0.001	08/13/2015		P		800	A	\$ 1.25
							1,606,191 ⁽¹⁾
Common Stock, par value \$0.001	08/14/2015		P		8,594	A	\$ 1.25
							1,614,785 ⁽¹⁾
Common Stock, par value \$0.001	08/17/2015		P		5,244	A	\$ 1.25
							1,620,029 ⁽¹⁾

Common Stock, par value \$0.001	08/18/2015	P	2,547	A	\$ 1.25	1,622,576 ⁽¹⁾	D
Common Stock, par value \$0.001	08/19/2015	P	300	A	\$ 1.25	1,622,876 ⁽¹⁾	D
Common Stock, par value \$0.001	08/20/2015	P	2,662	A	\$ 1.25	1,625,538 ⁽¹⁾	D
Common Stock, par value \$0.001	08/21/2015	P	29,853	A	\$ 1.25	1,655,391 ⁽¹⁾	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BONIUK MILTON C/O NANO VIRICIDES, INC.	X			

1 CONTROLS DRIVE
SHELTON, CT 06484

Signatures

/s/ Milton

08/25/2015

Boniuk

Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Includes 1,083,963 shares of Common Stock and warrants to purchase an additional 571,428 shares of Common Stock held by the Reporting Person and his wife. Does not include: 942,859 shares of Common Stock, warrants to purchase an additional 285,714 shares of Common Stock or an indeterminate number of shares of Common Stock issuable upon conversion of debentures held by Boniuk Interests, (1) Ltd.; 571,431 shares of Common Stock held by the Boniuk Charitable Foundation; or 50,000 shares of Common Stock, 952,381 shares of Common Stock issuable upon conversion of a 10% Coupon Series C Convertible Debenture, or 187,000 shares of Series A Preferred Stock held by Milton Boniuk IRA, convertible into 654,500 shares of common stock, which are not readily convertible. Dr. Boniuk holds voting and dispositive power over the Boniuk Charitable Foundation, Boniuk Interests Ltd. and the Milton Boniuk IRA.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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